

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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|--|-------------------------|
| -----X | |
| In Re: | Chapter 11 |
| SEARS HOLDINGS CORPORATION, <i>et al.</i> ¹ , | Case No. 18-23538 (RDD) |
| Debtors. | (Jointly Administered) |
| -----X | |

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

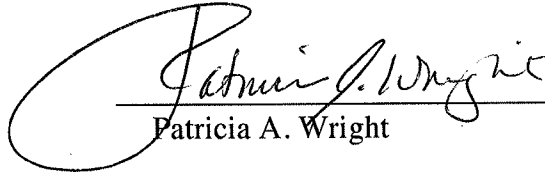
Patricia A. Wright, being duly sworn, deposes and says: I am over the age of eighteen years, am employed by Chapman and Cutler LLP and am not a party to the action herein.

On August 6, 2019, I caused to be served a true copy of the *Motion of WSSR, LLC for an Order Pursuant to 11 U.S.C. §§365(d)(3), 503 AND 507(A)(2), Directing the Immediate*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

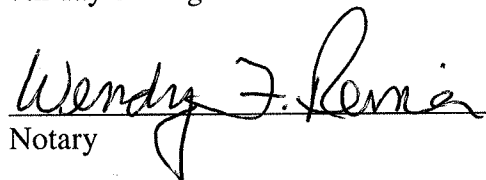
Payment of Post-Petition, Pre-Rejection Lease Obligations as Administrative Expenses

[Docket No. 4765] upon the Master Service List annexed hereto as Exhibit A.

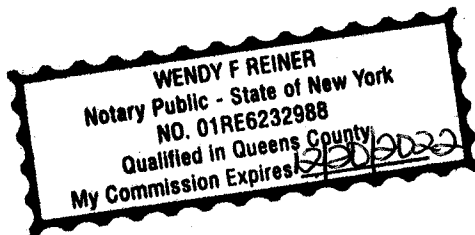


Patricia A. Wright

Sworn to before me this
7th day of August 2019



Notary



| DESCRIPTION | NAME | NOTICE NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE | EMAIL | Method of Service |
|--|--|---|---------------------------------|---------------------------------|---------------|-------|-------------|--|-------------------|
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| Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. | Akin Gump Strauss Hauer & Feld LLP | Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner | One Bryant Park | | New York | NY | 10036 | idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com | Email |
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| As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York | Aldridge Pite, LLP | Attn: Jenelle C. Arnold | 4375 Jutland Drive, Suite 200 | P.O. Box 17933 | San Diego | CA | 92177-0933 | jarnold@aldridgepite.com | Email |
| Counsel to Morneau Shepell Ltd., in its capacity as administrator of the Sears Canada Inc. Registered Pension Plan | Allen & Overy LLP | Attn: Laura R. Hall & Joseph Badtke-Berkow | 1221 Avenue of the Americas | | New York | NY | 10020 | laura.hall@allenoverly.com joseph.badtke-berkow@allenoverly.com | Email |
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| Counsel to The Macerich Company, Starwood Retail Partners, LLC, Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial Real Estate Co., GS Pacific ER, LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence Center, LLC, and White Plains Galleria Limited Partnership | Ballard Spahr LLP | Attn: Dustin P. Branch | 2029 Century Park East | Suite 800 | Los Angeles | CA | 90067-2909 | branchd@ballardspahr.com | Email |

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| Counsel to Raven Associates | Belkin Burden Wenig & Goldman, LLP | Attn: Lewis A. Lindenberg | c/o Aegis Investments, Inc. | 270 Madison Avenue | New York | NY | 10016 | llindenberg@bbwg.com | Email |
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| Counsel to salesforce.com, Inc., Oath (Americas) Inc. | Bialson, Bergen & Schwab | Attn: Lawrence M. Schwab, Thomas M. Gaa | 633 Menlo Ave. | Suite 100 | Menlo Park | CA | 94025 | Tgaa@bbslaw.com | Email |
| Counsel to Wilshire Investments, LLC (formerly known as Wilshire Business Center, a California General Partnership) | Binder & Malter LLP | Attn: Michael W. Malter, Julie H. Rome-Banks | 2775 Park Avenue | | Santa Clara | CA | 95050 | michael@bindermalter.com julie@bindermalter.com | Email |
| Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC | Blank Rome LLP | Attn: Jeffrey Rhodes | 1825 Eye Street NW | | Washington | DC | 20006 | JRhodes@BlankRome.com | Email |
| Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC | Blank Rome LLP | Attn: Stanley B. Tarr, Evan J. Zucker | 1271 Avenue of the Americas | | New York | NY | 10020 | Tarr@BlankRome.com EZucker@BlankRome.com | Email |
| Counsel to Taylor Sorensen, as Person Representative of the Wrongful Death Estate of Jonathan Sorensen, Deceased, ("Sorensen") | Bleus & Associates, LLC | Attn: George Anthony Bleus, Esq. | Attorneys at Law | 2633 Dakota NE | Albuquerque | NM | 87110 | bleusandassociates@gmail.com | Email |
| Counsel to Sub-Zero Group, Inc., Sub-Zero Group West Inc., Sub-Zero Group Southwest LLC, Sub-Zero Group Southeast, Inc., Kenney Manufacturing Company | Borges & Associates, LLC | Attn: Wanda Borges, Esq., Sue L. Chin, Esq. | 575 Underhill Blvd. | Suite 118 | Syosset | NY | 11791 | bankruptcy@borgeslawllc.com wborges@borgeslawllc.com schin@borgeslawllc.com | Email |
| Counsel to iStar Jewelry LLC | Brach Eichler LLC | Attn: Anthony M. Rainone | 101 Eisenhower Parkway | | Roseland | NJ | 07068-1067 | arainone@bracheichler.com | Email |

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| Counsel to 1803, LLC, and Carnegaran, LLC | Briggs and Morgan, P.A. | Attn: James M. Jorissen | 2200 IDS Center | 80 South Eighth Street | Minneapolis | MN | 55402 | jjorissen@briggs.com | Email |
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| Counsel to Oracle America, Inc. | Buchalter, A Professional Corporation | Attn: Shawn M. Christianson | 55 Second Street | 17th Floor | San Francisco | CA | 94105-3493 | schristianson@buchalter.com | Email |
| Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc. | Buchanan Ingersoll & Rooney PC | Attn: Christopher P. Schueller | 640 5th Avenue | 9th Floor | New York | NY | 10019 | christopher.schueller@bipc.com | Email |
| Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc. | Buchanan Ingersoll & Rooney PC | Attn: Christopher P. Schueller, Terry A. Shulsky, Tyler S. Dischinger | One Oxford Centre | 301 Grant Street, 20th Floor | Pittsburgh | PA | 15219-1410 | terry.shulsky@bipc.com tyler.dischinger@bipc.com | Email |
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| Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons | Cafaro Management Company | Attn: Richard T. Davis | 5577 Youngstown-Warren Rd. | | Niles | OH | 44446 | rdavis@cafarocompany.com | Email |
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| Local Counsel to BH North American Corporation | Carter Conboy Case Blackmore Maloney & Laird, P.C. | Attn: Michael J. Catalfimo, Esq., John R. Canney, IV, Esq. | 20 Corporate Woods Blvd. | Suite 500 | Albany | NY | 12211 | mcatalfimo@carterconboy.com | Email |
| Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor) | Carter Ledyard & Milburn LLP | Attn: James Gadsden, Esq. | 2 Wall Street | | New York | NY | 10005 | gadsden@clm.com bankruptcy@clm.com Dennis.roemlein@bnymellon.com | Email |
| Counsel to ZG Apparel Group LLC, Studio 1 Div. of Shazdeh Fashions and The Libman Company | Certilman Balin Adler & Hyman, LLP | Attn: Richard J. McCord, Esq., Robert D. Nosek, Esq. | 90 Merrick Avenue | | East Meadow | NY | 11554 | rmccord@certilmanbalin.com rnosek@certilmanbalin.com | Email |
| United States Bankruptcy Court for the Southern District of New York | Chambers of Honorable Robert D. Drain | Sears Chambers Copy | US Bankruptcy Court SDNY | 300 Quarropas Street, Room 248 | White Plains | NY | 10601 | | FedEx Overnight |
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| Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc. | Clark Hill Strasburger | Attn: Duane J. Brescia | 720 Brazos | Suite 700 | Austin | TX | 78701 | duane.brescia@clarkhillstrasburger.com | Email |
| Counsel to Agree Limited Partnership, Lakewood Shopping Center, LLC, Crossroads Centre II, LLC, and Ramco Jackson Crossing SPE | Clark Hill, PLC | Attn: David M. Blau | 151 S. Old Woodward Ave. | Ste. 200 | Birmingham | MI | 48009 | dblau@clarkhill.com | Email |
| Counsel to ESL Investments, Inc., JPP, LLC, JPP II, LLC and Transform Holdco LLC | Cleary Gottlieb Steen & Hamilton LLP | Attn: Sean O Neal Lewis J. Liman, Abena A. Mainoo, Luke A. Barefoot, Andrew Weaver, Thomas J. Moloney | One Liberty Plaza | | New York | NY | 10006 | liman@cgsh.com amainoo@cgsh.com lbarefoot@cgsh.com soneal@cgsh.com aweaver@cgsh.com tmoloney@cgsh.com | Email |
| Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC, & JPP II, LLC) | Cleary, Gottlieb, Steen & Hamilton LLP | Attn: Sean A. O'Neal, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park, Thomas J. Moloney | One Liberty Plaza | | New York | NY | 10006 | soneal@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jkpark@cgsh.com tmoloney@cgsh.com | Email |
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| Counsel to International Union (UAW), United Steelworkers (USW), and Workers United (WU) | Cohen, Weiss and Simon LLP | Attn: Richard M. Seltzer, Melissa S. Woods | 900 Third Avenue | 21st Floor | New York | NY | 10022-4869 | rseltzer@cwsny.com | Email |
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| Counsel for Kellogg Sales Company | Cole Schotz P.C. | Attn: Michael D. Warner, Esq. | 301 Commerce Street | Suite 1700 | Fort Worth | TX | 76102 | mwarner@coleschotz.com | Email |
| Counsel to American Casting & Manufacturing Corp. | Colleran, O' Hara & Mills LLP | Attn: Steven C. Farkas, Esq. | 100 Crossways Park Drive West | Suite 200 | Woodbury | NY | 11797 | scf@cohmlaw.com | Email |
| Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor | Computershare Trust Company, N.A. | Attn: Michael A. Smith, Vice President – Corporate Trust | 2950 Express Drive South, Suite 210 | | Islandia | NY | 11749 | Michael.smith2@computershare.com | Email |
| Counsel to IRC Marketplace at Six Corners, L.L.C. and IRC Park Center Plaza, L.L.C. | Connolly Gallagher LLP | Attn: Karen C. Bifferato, Kelly M. Conlan, N. Christopher Griffiths | The Brandywine Building | 1000 West Street, Suite 1400 | Wilmington | DE | 19801 | kbifferato@connollygallagher.com kconlan@connollygallagher.com cgriffiths@connollygallagher.com | Email |
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| Counsel to Verizon Capital Corp. and NCC Key Company, Counsel to Certain Former Directors of Sears Canda, Inc. | Covington & Burling LLP | Attn: Dianne Coffino, R. Alexander Clark | The New York Times Building | 620 Eighth Avenue | New York | NY | 10018 | dcoffino@cov.com aclark@cov.com | Email |
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| Counsel to Lakin Tire West Incorporated | Day Pitney LLP | Attn: Joshua W. Cohen | 195 Church Street, 15th Floor | | New Haven | CT | 06510 | jwcohen@daypitney.com | Email |
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| Counsel to Transform Holdco LLC with regard to the all matters relating to MOAC Mall Holding LLC | DLA Piper LLP (US) | Attn: Richard A. Chesley, Esq., Rachel Ehrlich Albanese, Esq., R. Craig Martin, Esq. | 1251 Avenue of the Americas | | New York | NY | 10020-1104 | Richard.Chesley@dlapiper.com Rachel.Albanese@dlapiper.com Craig.Martin@dlapiper.com | Email |
| Counsel to ProLogis-A4 CA IV, LP; Distribution Funding II, LLC; Prologis, L.P.; KTR Ohio LLC; Prologis and KTR LV Loan LLC | Drinker Biddle & Reath LLP | Attn: Marita S. Erbeck | 600 Campus Drive | | Florham Park | NJ | 07932-1047 | marita.erbeck@db.com | Email |
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| Counsel to Landlord of Kmart store in Frederiksted, VI (Store #7413) referred in various papers as Sunshine Shopping Center Inc, Mall of Saint Croix, Sunshine Mall, Hatim Yusuf, and Plaza Juana Diaz, landlord of Kmart Store in Puerto Rico (Store #3993) | Edgardo Munoz, PSC | Attn: Edgardo Munoz, PSC | 364 Calle Lafayette | | San Juan | PR | 00917-3113 | emunozPSC@gmail.com | Email |
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| Environmental Protection Agency | Environmental Protection Agency | Attn: Matthew Leopold, General Counsel | Office of General Counsel 2310A | 1200 Pennsylvania Ave NW, 2310A | Washington | DC | 20460 | Leopold.matt@Epa.gov | Email |
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| Proposed Special Conflicts Counsel to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. | Herrick, Feinstein LLP | Attn: Sean E. O'Donnell, Stephen B. Selbst, Steven B. Smith, Michelle M. Sekowski | 2 Park Avenue | | New York | NY | 10016 | sodonnell@herrick.com sselbst@herrick.com ssmith@herrick.com msekowski@herrick.com | Email |
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| Counsel to Greenwood Industries, Inc. | Hinckley, Allen & Snyder LLP | Attn: Christopher V. Fenlon, Esq. | 30 South Pearl Street | Suite 901 | Albany | NY | 12207 | cfenlon@hinckleyallen.com | Email |
| Counsel for Cushman & Wakefield Inc. | Holland & Knight LLP | Attn: Attn: Arthur E. Rosenberg, Esq., Marc L. Antonecchia, Esq. | 31 West 52nd Street | | New York | NY | 10019 | arthur.rosenberg@hklaw.com Marc.Antonecchia@hklaw.com | Email |
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| Counsel to Matson Navigation Company, Inc., Counsel for the Honourable J. Douglas Cunningham, Q.C., as court-appointed litigation trustee for the Canadian Debtors, and Counsel for 1291079 Ontario Limited, as class representative for the potential class of Sears Hometown Dealer stores | Hughes Hubbard & Reed LLP | Attn: Christopher Gartman, Neil J. Oxford, Dustin P. Smith | One Battery Park Plaza | | New York | NY | 10004 | chris.gartman@hugheshubbard.com neil.oxford@hugheshubbard.com dustin.smith@hugheshubbard.com | Email |
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| Counsel to CBL & Associates Management, Inc. | Husch Blackwell LLP | Attn: Caleb T. Holzaepfel | 736 Georgia Avenue | Suite 300 | Chattanooga | TN | 37402 | caleb.holzaepfel@huschblackwell.com | Email |
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| Counsel to 5330 Crosswind, LLC | Ice Miller LLP | Attn: Daniel R. Swetnam | 250 West Street | Suite 700 | Columbus | OH | 43215 | Daniel.Swetnam@icemiller.com | Email |
| County of Imperial, California | Imperial County Treasurer- Tax Collector | Attn: Karen Vogel, Treasurer-Tax Collector | 940 West Main Street | Suite 106 | El Centro | CA | 92243 | taxcollector@co.imperial.ca.us | Email |
| Impremedia Operating Company, LLC | Impremedia Operating Company, LLC | Attn: Alex Macias | 915 Wilshire Blvd | Ste. 800 | Los Angeles | CA | 90017 | alex.macias@impremedia.com | Email |
| Interactions LLC | Interactions LLC | Attn: Joseph P. Gildea, SVP Finance and Administration | 31 Hayward Street | Suite E | Franklin | MA | 02038 | jgildea@interactions.com | Email |
| IRS Insolvency Section | Internal Revenue Service | Attn: Centralized Insolvency Operation | 2970 Market Street | | Philadelphia | PA | 19104-5016 | Mimi.M.Wong@irs.counsel.treas.gov | Email |
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| Counsel to Amazon.com Services, Inc., Amazon Payments, Inc., Amazon Services LLC, and SAS Institute Inc. | K&L Gates LLP | Attn: Robert T. Honeywell, Esq. | 599 Lexington Avenue | | New York | NY | 10022 | robert.honeywell@klgates.com | Email |
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| Counsel to Namco USA Inc. | Kirby Aisner & Curley LLP | Attn: Julie Cvek Curley, Esq. | 700 Post Road, Suite 237 | | Scarsdale | NY | 10583 | jcurley@kacllp.com | Email |
| Counsel to Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances, (i) GLP US Management, LLC, (ii) Icon Owner Pool 4 Northeast/Midwest, LLC, (iii) Western B Southeast FL, LLC, (iv) Icon Owner Pool 1 West/Southwest, LLC, (v) Icon Owner Pool 1 SF Non-Business Parks, LLC, (vi) Icon DP MD Owner Pool 2 West/Northeast/Midwest, LLC, and (vii) Icon Owner Pool 1 SF Business Parks, LLC | Klestadt Winters Jureller Southard & Stevens, LLP | Attn: Sean C. Southard, Lauren C. Kiss | 200 West 41st Street | 17th Floor | New York | NY | 10036-7203 | ssouthard@klestadt.com lkiss@klestadt.com | Email |
| Counsel to Crossroads Mall, LLC | Koley Jessen P.C., L.L.O. | Attn: Brian Koenig | 1125 South 103 Street, Suite 800 | | Omaha | NE | 68124 | brian.koenig@koleyjessen.com | Email |
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| Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes | The Bank of New York Mellon Trust Company | Attn: Corporate Trust Administration | 101 Barclay St., Floor 8W | | New York | NY | 10286 | | FedEx Overnight |
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